

ITEL
CORPORATION
RAIL-INTERMODAL DIVISION

July 16, 1979

0-2221020
AUG 10 1979
Date
Fee \$ 10.00
CC Washington. W. W.

RECORDATION NO. 10464-14 Filed 1425

AUG 10 1979 -10 35 AM

INTERSTATE COMMERCE COMMISSION

The Honorable H. G. Homme, Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Secretary:

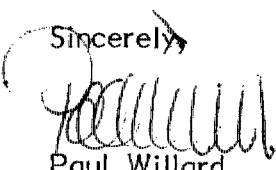
Enclosed for filing with and recording by the Interstate Commerce Commission are one original, three counterparts and two photocopies of Amendment No. 1, including Equipment Schedules 4 and 5, (dated July 16, 1979) to that certain Lease Agreement dated December 19, 1978, between ITEL Corporation, acting through its Rail Division, Two Embarcadero Center, San Francisco, California, 94111, and the Hillsdale County Railway Co., Inc.

These documents concern the cars numbered 100100-100299, both inclusive. The foregoing Lease Agreement was filed with the Interstate Commerce Commission on June 11, 1978 at 11:23 a.m. and was assigned Recordation Number 10464.

Also enclosed is our check in the amount of \$10.00, payable to the Interstate Commerce Commission, being the prescribed fee for filing and recording the foregoing document.

Please return all copies of the enclosed that are not required by the Interstate Commerce Commission to David Schwartz, Esq. of Sullivan and Worcester, who will be delivering this letter on our behalf.

Sincerely,


Paul Willard
Counsel

PW/rcs

Enclosures

TWO EMBARCADERO CENTER
SAN FRANCISCO
CALIFORNIA 94111
(415) 955-9090
TELEX 34-234

RECEIVED
AUG 10 1979
COMMISSION

AUG 10 1979 - 10 35 AM

AMENDMENT NO. 1

INTERSTATE COMMERCE COMMISSION

THIS AMENDMENT NO. 1 to the Lease Agreement made as of the 19th day of December, 1978, between ITEL CORPORATION, RAIL INTERMODAL DIVISION, and HILLSDALE COUNTY RAILWAY CO., INC.

The Lease Agreement is hereby amended as follows:

1. Section 1A is hereby deleted in its entirety and replaced with the following:

"A. Itel Rail has leased to Lessee, and Lessee has leased from Itel Rail one hundred (100) Cars as set out in Equipment Schedules 1 and 2 to the Lease Agreement dated December 19, 1978. Lessee desires to lease from Itel Rail and Itel Rail desires to lease to Lessee the Cars on Equipment Schedules 4 and 5 as set forth. Original Schedule 3 is hereby deleted in its entirety and Schedules 4 and 5 are substituted in lieu thereof."

2. Section 3C is hereby amended by deleting the first sentence therefrom and substituting the following in lieu thereof:

"Lessee agrees that so long as it shall have on lease any Cars, it shall not lease flatcars from any other party until it shall have received all of the Cars on Schedules 1, 2, 4 and 5."

3. With respect only to the Cars as described in Equipment Schedules ^{1, 2,} 4 and 5 the words "250 miles per day" shall be deleted wherever they appear in the Lease Agreement and in lieu thereof shall be substituted the words "190 miles per day".

All other provisions of the Lease Agreement shall remain unchanged and are hereby ratified.

ITEL CORPORATION
RAIL INTERMODAL DIVISION

By: Olaf S. Petersen

Title: President

Date: 7/16/79

HILLSDALE COUNTY RAILWAY
CO., INC.

By: John H. Mariner

Title: PRESIDENT

Date: 6/28/79

EQUIPMENT SCHEDULE NO. 4....

Itel Corporation, Rail Intermodal Division hereby leases the following Cars to
~~HILLSDALE COUNTY RAILWAY CO., INC.~~ subject to the terms and con-
 ditions of that certain Lease Agreement dated as of ~~December 19~~ 1978.

A.A.R. Mech. Desig.	Description	Numbers	Dimensions			Doors Width	No. of Cars
			Length	Inside Width	Height		
FC	70-ton flush deck flatcars for trailer and container service	HCRC 100100- 100199	Approx. 89'	N/A	N/A	N/A	100
<p><i>Scheduling of this equipment is subject to mutual agreement between Hillsdale County Railway Co., Inc. and Itel Rail.</i></p> <p style="text-align: right;"><i>John H. Martin</i> AP</p>							

ITEL CORPORATION
RAIL INTERMODAL DIVISION

By: _____

Title: President

Date: July 16, 1979

HILLSDALE COUNTY RAILWAY
CO., INC.

By: _____

Title: PRESIDENT

Date: 6/28/79

EQUIPMENT SCHEDULE NO. 5..

Itel Corporation, Rail Intermodal Division hereby leases the following Cars to
HILLSDALE COUNTY RAILWAY CO., INC. subject to the terms and con-
ditions of that certain Lease Agreement dated as of Dec., 1979.

A.A.R. Mech. Desig.	Description	Numbers	Dimensions			Doors Width	No. of Cars
			Length	Inside Width	Height		
FC	70-ton flush deck flatcars for trailer and container service	HCRC 100-00- 100-99 2	Approx. 89'	N/A	N/A	N/A	100
<p><i>Scheduling of this equipment is subject to mutual agreement between Hilldale County Railway Co., Inc. and Itel Rail.</i></p>							

ITEL CORPORATION
RAIL INTERMODAL DIVISION

By: *William S. Peters*

Title: President

Date: July 16, 1979

HILLSDALE COUNTY RAILWAY
CO., INC.

By: *John H. Marin*

Title: PRESIDENT

Date: 6/28/79

STATE OF MICHIGAN }
COUNTY OF Wayne }

On this 28th day of June, 1979, before me personally appeared John H. Marino to me personally known, who being by me duly sworn says that such person is President of Hillsdale County Railway Co., Inc., that the foregoing Equipment Schedule No. Amendment No. 1 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

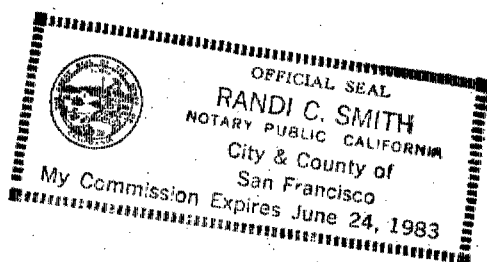
LAWRENCE A. BOTZ
Notary Public, Wayne County, Mich.
My Commission Expires Sept. 21, 1982

Notary Public

STATE OF California }
COUNTY OF San Francisco }

On this 6th day of August 1979, before me personally appeared Allen J. Peterson to me personally known, who being by me duly sworn says that such person is President of IteI Corporation, Rail Division, that the foregoing Equipment Schedule No. Amendment was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

Notary Public

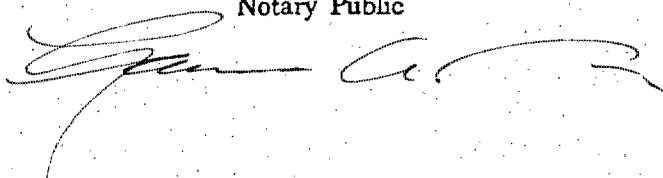


STATE OF MICHIGAN }
COUNTY OF Wayne }

On this 28th day of June, 1979, before me personally appeared John H. Mayne to me personally known, who being by me duly sworn says that such person is PRESIDENT of Hillsdale County Railway Co. Inc., that the foregoing Equipment Schedule No. 5 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

LAWRENCE A. BOTZ
Notary Public, Wayne County, Mich.
My Commission Expires Sept. 21, 1982

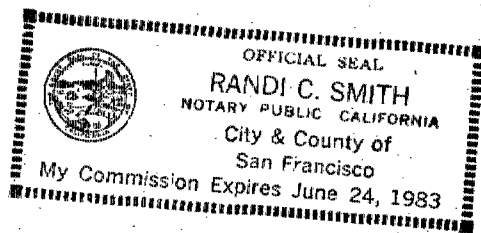
Notary Public



STATE OF California }
COUNTY OF San Francisco }

On this 6th day of August, 1979, before me personally appeared Allen J. Peterson to me personally known, who being by me duly sworn says that such person is President of Itel Corporation, Rail Division, that the foregoing Equipment Schedule No. 5 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

Notary Public



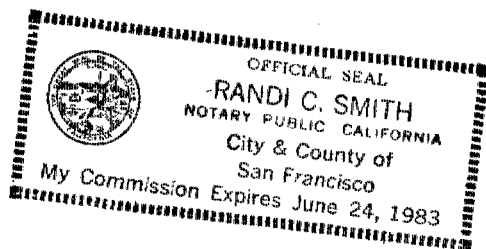
STATE OF Michigan)
COUNTY OF Hillsdale)

On this 11th day of September, 1979, before me personally appeared John H. Marrio, to me personally known, who being by me duly sworn says that such person is President of Hillsdale County Railway Co., Inc., that the foregoing ~~Equipment~~ Amendment Schedule No. 2 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Victoria J. Camblorak
Notary Public

STATE OF California)
COUNTY OF San Francisco)

On this 9th day of October, 1979, before me personally appeared Carl N. Taylor, to me personally known, who being by me duly sworn says that such person is President of Amendment Intel Corporation, Rail Division, that the foregoing ~~Equipment~~ Schedule No. 2 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Randi C. Smith
Notary Public

Interstate Commerce Commission
Washington, D.C. 20423

8/10/79

OFFICE OF THE SECRETARY

Paul Willard
Iitel Corp.
Two Embarcadero Center
San Francisco, Calif. 94111

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 8/10/79 at 10:35am , and assigned recordation number(s). 10464-A

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)